Implementation Statement, covering the Scheme Year from 1 April 2024 to 31 March 2025

The Trustee of the Kenwake Pension Scheme (the "Scheme") is required to produce a yearly statement to set out how, and the extent to which, the Trustee has followed the voting and engagement policies in its Statement of Investment Principles ("SIP") during the Scheme Year. This is provided in Section 1 below.

The Statement is also required to include a description of the voting behaviour during the Scheme Year by, and on behalf of, the Trustee (including the most significant votes cast by the Trustee or on its behalf) and state any use of the services of a proxy voter during that year. This is provided in Section 3 below.

In preparing the Statement, the Trustee has noted the guidance on Reporting on Stewardship and Other Topics through the Statement of Investment Principles and the Implementation Statement, issued by the Department for Work and Pensions ("DWP's guidance") in June 2022. The Trustee has not agreed a set of stewardship priorities as the Trustee's focus has been on monitoring the overall ESG credentials (including stewardship) of the underlying managers as appropriate.

1. Introduction

No changes were made to the voting and engagement policies in the SIP during the Scheme Year. The Scheme SIP was last reviewed and updated in October 2023 and finalised, post sponsor consultation in June 2024.

The Trustee has, in its opinion, followed the Scheme's voting and engagement policies during the Scheme Year by continuing to delegate to its investment managers the exercise of rights and engagement activities in relation to investments, as well as seeking to appoint managers that have strong stewardship policies and processes.

2. Voting and engagement

The Trustee has delegated to the investment managers the exercise of rights attaching to investments, including voting rights and engagement. As part of its advice on the selection and ongoing review of the investment managers, the Scheme's investment adviser, LCP, assesses the nature and effectiveness of managers' approaches to voting and engagement.

LCP's RI scores for the Scheme's existing managers and funds are included in the quarterly performance monitoring report. These scores cover the manager's approach to ESG factors, voting and engagement. The fund scores and assessments are based on LCP's ongoing manager research programme, and it is these that directly affect LCP's manager and fund recommendations. The Trustee also receives quarterly updates on ESG and Stewardship related issues from LCP as part of their quarterly investment update report.

The Trustee received LCP's 2024 Responsible Investment survey results in December 2024. While the Trustee was satisfied with the managers' scores, it wrote to each investment manager to highlight identified areas for improvement.

3. Description of voting behaviour during the Scheme Year

All of the Trustee's holdings in listed equities are within pooled funds and the Trustee has delegated to its investment managers the exercise of voting rights. Therefore, the Trustee is not able to direct how votes are exercised and the Trustee itself has not used proxy voting services over the Scheme Year.

In this section we have sought to include voting data in line with the Pensions and Lifetime Savings Association (PLSA) guidance, PLSA Vote Reporting template and DWP's guidance, on the Scheme's funds that hold equities as follows:

- Legal & General All World Equity Index Fund.

LCP, on behalf of the Trustee, also contacted the Scheme's asset managers that do not hold listed equities, to ask if any of the assets held by the Scheme had voting opportunities over the Scheme Year. Aegon confirmed certain holdings did have voting opportunities, and commentary from Aegon is set out in the next Section. The Trustee has been informed that none of the other pooled funds that the Scheme invested in over the Scheme Year held any assets with voting opportunities, however Insight and Ninety One provided detail on their engagement activities, which is included in the next Section.

3.1 Description of the voting processes

3.1.1 Managers with voting opportunities

For assets with voting rights, the Trustee relies on the voting policies which its managers have in place.

Legal & General ("LGIM")

LGIM's voting and engagement activities are driven by ESG professionals and their assessment of the requirements in these areas seeks to achieve the best outcome for all clients. LGIM's voting policies are reviewed annually and take into account feedback from its clients. Every year, LGIM holds a stakeholder roundtable event where clients and other stakeholders (civil society, academia, the private sector and fellow investors) are invited to express their views directly to the members of the Investment Stewardship team. The views expressed by attendees during this event form a key consideration as LGIM continues to develop its voting and engagement policies and define strategic priorities in the years ahead. LGIM also considers client feedback received at regular meetings and/or ad-hoc comments or enquiries

All decisions are made by LGIM's Investment Stewardship team and in accordance with its relevant Corporate Governance & Responsible Investment and Conflicts of Interest policy documents which are reviewed annually. Each member of the team is allocated a specific sector globally so that the voting is undertaken by the same individuals who engage with the relevant company.

LGIM's Investment Stewardship team uses Institutional Shareholder Services ("ISS")'s 'ProxyExchange' electronic voting platform to electronically vote clients' shares. All voting decisions are made by LGIM. LGIM does not outsource any part of the strategic decisions. The use of ISS recommendations is purely to augment its own research and proprietary ESG assessment tools. The Investment Stewardship team also uses the research reports of Institutional Voting Information Services ("IVIS") to supplement the research reports that it receives from ISS for UK companies when making specific voting decisions.

To ensure its proxy provider votes in accordance with its position on ESG, LGIM has put in place a custom voting policy with specific voting instructions. These instructions apply to all markets globally and seek to uphold what LGIM considers are minimum best practice standards, which it believes all companies globally should observe, irrespective of local regulation or practice. LGIM retains the ability in all markets to override any vote decisions, which are based on its custom voting policy. This may happen where engagement with a specific company has provided additional information (for example from direct engagement, or explanation in the annual report) that allows LGIM to apply a qualitative overlay to its voting judgement. LGIM has strict monitoring controls to ensure votes are fully and effectively executed in accordance with its voting policies by its service provider.

Aegon

Aegon had 11 opportunities to vote over the period and voted in all of them, all in support of management. Voting for ABS is very rare and in principle always related to technical adjustments of the transaction documentation, such as cash flows of trigger dates or necessary language to comply with changing regulation. Aegon's policy is to vote in line with the mandate restrictions and in the best economic interest of the client.

Its Responsible Investment team leads engagements with issuers with the aim of improving ESG outcomes and disclosure. Engagement is typically triggered by one of three factors:

- The identification of ESG issues that create financial risk.
- Violation of its clients' ESG standards and policies, as specified in mandates.
- RI investment strategies seeking to encourage certain ESG behaviours.

In the one-year period ending 31 December 2024, Aegon engaged with 94 issuers in the portfolios for 115 engagements.

3.1.2 Other engagement

Insight

Although Insight has reported no voting activities over the period, it conducted various engagements, which incorporated discussions of ESG issues. Insight understands that it must demonstrate the highest standards of accountability and transparency in its stewardship programme. Insight has an unwavering commitment to stewardship.

Engagement with issuers is a key part of Insight's credit analysis and monitoring, and complements its approach to responsible investment. As a matter of policy, all credit analysts regularly meet with issuers to discuss ESG related and non-ESG related issues. Given the size and depth of Insight's credit analyst resource, one of the key inputs into its ESG analysis is the direct information which Insight receives from companies via engagements that take place. Insight also has a dedicated stewardship programme, which includes its prioritised ESG engagement themes. Insight's prioritised themes for this year are climate change, corporate governance and diversity and inclusion. Insight uses a research-led approach to identify poor performers to initiate targeted engagement to encourage positive improvements across each of these themes.

With regards to its holdings in corporate bonds, in the year to 31 March 2025, Insight conducted 939 engagements with corporate bond issuers, including derivative counterparties, the majority of which incorporated discussions of environmental, social and governance (ESG) issues. Insight engagements are focused on creating positive change at the organisations it invests in.

Insight is a proactive member of a range of industry associations (UK sustainable investment and finance association, UN-supported PRI initiative) and participated in collaborative initiatives (UK stewardship code, climate action 100+) to support engagements on material issues.

Ninety One

Although Ninety One has reported no voting activities over the period, it believes engagement is an important investment tool to help preserve and grow the real value of the assets entrusted to Ninety One by its clients over the long-term. It also provides Ninety One with valuable ESG information, helps it understand management intentions and enables it to advocate for improved ESG practices and disclosure.

Ninety One recognises that it must prioritise its engagement activity and typically it will consider the size and duration of holdings, credit quality, degree of transparency and the materiality of ESG risks and opportunities.

3.2 Summary of voting behaviour

A summary of voting behaviour over the Scheme Year for the Scheme's manager who held listed equities over the period is provided in the table below.

Manager name	Legal & General Investment Management
Fund name	All World Equity Index Fund
Total size of fund at end of the Scheme Year	£ 2,194.9 m
Value of Scheme assets at end of the Scheme Year (£ / % of total assets)	~£5.5m / ~5.1%
Number of equity holdings at end of the Scheme Year	4,163
Number of meetings eligible to vote	6,611
Number of resolutions eligible to vote	63,689
% of resolutions voted	99.8%
Of the resolutions on which voted, % voted with management	79.5%
Of the resolutions on which voted, % voted against management	19.0%
Of the resolutions on which voted, % abstained from voting	1.5%
Of the meetings in which the manager voted, % with at least one vote against management	59.9%
Of the resolutions on which the manager voted, % voted contrary to recommendation of proxy advisor	10.4%

3.3 Most significant votes

Commentary on the most significant votes over the Scheme Year, from the Scheme's manager who holds listed equities, is set out below. Please note that this is not an exhaustive list. We have used our discretion to choose "most significant vote" resolutions from those provided by the manager, aiming to provide a broad range of example resolutions that the Scheme's investment manager typically votes on.

In determining significant votes, LGIM's Investment Stewardship team takes into account the criteria provided by the Pensions & Lifetime Savings Association (PLSA) guidance. This includes but is not limited to:

- High profile vote which has such a degree of controversy that there is high client and/ or public scrutiny;
- Significant client interest for a vote: directly communicated by clients to the Investment Stewardship team at LGIM's annual Stakeholder roundtable event, or where LGIM notes a significant increase in requests from clients on a particular vote;
- Sanction vote as a result of a direct or collaborative engagement;
- Vote linked to an LGIM engagement campaign, in line with LGIM Investment Stewardship's 5-year ESG priority engagement themes.

LGIM “most significant” votes	VOTE 1	VOTE 2	VOTE 3	VOTE 4	VOTE 5
Company name	Microsoft Corporation	Amazon Inc.	Alphabet Inc.	Tesla Inc.	Shell Plc
Date of vote	10/12/2024	22/05/2024	07/06/2024	13/06/2024	21/05/2024
Approximate size of holding at vote date (% of portfolio)	3.76%	2.07%	1.28%	0.61%	0.33%
Summary of the resolution	Report on AI Data Sourcing Accountability	Report on Customer Due Diligence	Elect Director John L. Hennessy	Advisory vote to ratify named executive officers’ compensation	Vote to approve Shell’s energy transition strategy
How you voted	For	For	Against	Against	Against
Where you voted against management, did you communicate your intent to the company ahead of the vote?	LGIM publicly communicates its vote instructions on its website with the rationale for all votes against management. It is LGIM’s policy not to engage with its investee companies in the three weeks prior to an Annual General Meeting as its engagement is not limited to shareholder meeting topics.				
Rationale for the voting decision	LGIM voted in favour of this proposal as LGIM believes the company is facing increased legal and reputational risks related to copyright infringement associated with its data sourcing practices. LGIM believes that shareholders would benefit from greater attention to risks related to how the company uses third-party information to train its language models.	LGIM voted in favour as LGIM believes enhanced transparency over material risks to human rights is key to understanding the company’s functions and organisation. While the company has disclosed that they internally review material human rights risks for some products, LGIM believes that there remains a need for increased transparency on this topic.	LGIM voted against this proposal as LGIM expects its investee companies to have at least one-third women on the board. LGIM also expects a board to be regularly refreshed to maintain an appropriate mix of independence, skills, experience, tenure and background.	LGIM believes that the approved remuneration policy should be sufficient to retain and motivate executives. LGIM had concerns that one executive was granted an outsized, time-based stock option award upon his promotion, the magnitude and design for which were not adequately explained. The grant did not require the achievement of pre-set performance criteria and LGIM considered the value to be excessive.	Whilst LGIM recognises the progress the company has made in respect of climate related disclosures, LGIM voted against this proposal as it expects the company to better demonstrate how its plans are consistent with a transition to net zero by 2050.
Outcome of the vote	Fail	Fail	Pass	Pass	Pass